

White Paper Report on the Public Service Commission Annual Report Workshop

Following an announcement made via direct mailings¹, e-mail postings and on the Commission's Internet Home Page, The Commission Staff (Staff) hosted an Annual Report Workshop (Workshop) on Wednesday, August 29, 2001 in Room 450 of the Governor Office Building. The purpose of the Workshop² was to discuss various issues involving annual report forms completed by regulated utilities. Approximately 50 individuals attended³, primarily employees of various utility companies, law firms with utility clients and Staff members. No representative of the Office of Public Counsel attended. No individuals representing themselves or other non-regulated entities attended.

Background Information:

Regulated utilities are required by State Statute⁴ ⁵ and the Code of State Regulations⁶ to submit annual reports to the Commission. In addition, the Commission has published rules dealing with annual report filing requirements. Currently, unless the utility company takes specific actions, all annual reports are placed in Commission files and are open to the public.

The due date for all annual reports to the Commission is April 15th for the prior reporting year. Historically the Commission has used its discretion to grant reasonable extensions to the April 15th date and/or for specific requests to protect portions of the submitted documents from public disclosure. Staff believes that the Commission serves primarily as the custodian of the annual reports submitted by regulated utilities as public records. Annual reports as submitted are viewed by Staff as company-produced documents that do not go through any routine Commission verification procedures.

Workshop goals:

As noted above, the Commission has historically granted extensions and requests for confidential treatment to utilities. Procedures followed to request and grant such requests have varied in recent years. The Commission currently requires utilities to file an

¹ Attachment 1 is a copy of the Annual Report Workshop Notice.

² Attachment 2 is a copy of the Annual Report Workshop agenda.

³ Attachment 3 is a listing of the Annual Report Workshop attendees.

⁴ Attachment 4 is an excerpt from State Statute section 392.210(1) covering all telecommunications companies regulated by the Commission.

⁵ Attachment 5 is an excerpt from State Statute section 393.140(6) covering all gas, electric, water, sewer, and heating companies regulated by the Commission.

⁶ Attachment 6 is an excerpt from the Code of State Regulations section 4 CSR 240-10.080 covering all annual report filing requirements as required by the Commission.

application explaining the circumstances and requesting Commission authorization for specific actions. Only Missouri licensed attorneys are permitted to file these applications. Requests for extensions up to 90 days have generally been approved, if no contested regulatory case involving the utility was pending.

Requests for confidential treatment have been docketed and contested case procedural schedules set due to the Staff's objections. The Staff's objections were based on its review of the arguments in support of the requests, and in light of the Staff's belief that the annual report itself should be a publicly available document. As discussions continued between the parties, the Commission issued a stay of proceedings to allow the parties additional time for further discussions and for Staff to host a Workshop for all interested participants. The Commission also posed a series of questions that it ordered the Staff to answer as part of the Staff's recommendations in the contested cases. The Workshop agenda was specifically designed to obtain comments on questions related to the confidentiality issue and comments on the questions posed by the Commission.

Workshop Discussion:

What is the purpose of the annual report submitted to the Commission?

Various federal, state and municipal regulatory agencies typically require annual report filings that contain different levels of detail. In Missouri, annual reports are referred to within the State Statutes identified above. These statutory requirements have existed for many years. No attendee could provide any insight into why utilities must submit reports annually except to ensure that the Commission has sufficient information to contact the utility if necessary. In the financial world it is generally assumed that an annual report contains "public" information. The Blacks Law Dictionary (7th Ed.) defines an annual report as "a yearly corporate financial report for stockholders and other interested parties" that includes "a balance sheet, income statement, statement of changes in financial position, reconciliation of changes in owners' equity accounts, a summary of significant accounting principles, other explanatory notes, the auditor's report, and comments from management about prospects for the coming year."

Who are the typical users of the annual report?

Identified users of the annual reports submitted by utilities include the Staff, utility companies, financial market rating agencies and the public. The Commission has not maintained the specific records that document actual use of the annual reports. It has been generally accepted that except for Staff, few individuals have expressed any interest in viewing these documents.

Should there be a separate public version and a confidential version?

Attendees generally agreed that a public version was necessary. At the same time the attendees noted that other sources of company information are available. Examples include company sponsored web sites, filings with the Secretary of State's office, the Securities and Exchange Commission, the Federal Communications Commission, the Federal Energy Regulatory Commission, published stockholder reports, as well as the Commission's own web site (current case filings and current company tariffs are expected to be available online starting in February, 2002). Attendees were also

informed that the Staff is drafting new rules to require the submittal of specific information, most of which would be kept confidential. It is expected that upon implementation of these rules, relevant financial information needed by the Staff would be submitted under confidentiality rules. The Staff believes these submittals would eliminate the Staff's need for most, if not all, of the information now contained within the annual report. Submittal of financial and statistical information in this matter appears to allay the most commonly expressed concerns about providing the financial and/or statistical information as currently required in the annual report forms. For data not available from other sources, the attendees agreed that other means nevertheless exist whereby corporate finance rating agencies and utilities with a need to know may obtain the information subject to non-disclosure rules.

The public's use of annual report data could range from simply obtaining contact information to detailed financial information. This is the hardest class of user to address as no member of the public or from the Office of Public Counsel either attended the Workshop or provided comments as requested.

What information should be included in the annual report (by type of company)?

For external users (public version)?

For internal (PSC) users (confidential version)?

Based on the above discussion, the attendees believe that all annual report forms currently in use should be redesigned to request only basic company information for inclusion in a "public" version of the annual report form. Many suggested that Staff should establish smaller and more informal working groups to focus on specific industry and market concerns and to discuss content, layout and format. Several attendees also recommended using a cover sheet that would double as a checklist. Other suggestions were made that these groups should not duplicate information available from other sources. The Staff supports this process and will establish industry specific working groups to accomplish this recommendation in coordination with the implementation of the new rules previously discussed. The Staff, however, does not support restricting public access to 1) any annual report data publicly available from other sources, and 2) any annual report data that is not defined as confidential. Notice of the first scheduled meeting for each selected group is being made concurrently with the release of this document. Possible future meetings will be announced during the next group meeting.

Should the filing be made in a specific electronic format (i.e., Excel, etc.)?

The Staff was interested in the feasibility of receiving annual reports in electronic format to enable data analysis without having to input the data into a spreadsheet or database for analysis. Numerous attendees voiced concern about having to "reformat" existing data. Clearly the attendees preferred to allow submittal of electronic information "as is." The Staff believes the industry specific working groups to be formed should address this question. The Staff also believes this question is not as relevant any longer, as it relates to the annual reports, as the information that the Staff wanted to obtain electronically for analysis should be provided as part of the new rules discussed above. The Staff anticipates that the new rules will specify the format in which the data is submitted.

Current problems understanding information requested in the annual report?

Several attendees noted problems with providing state and/or segment specific information, especially when multiple utility services are provided. They noted that they are not required to keep separate records for each type of operation. The attendees clearly preferred to provide a way to submit the required information without a lot of manual preparation. Staff also received a few comments on the content of the Cash Flow Statement noting it was different from the one provided in their report to stockholders. The Staff will include this topic in the agenda for the industry specific working groups. If varying formats are allowed to be submitted as proposed it will be necessary to revise portions of 4 CSR 240-10.080.

Current problems reporting information requested in the annual report?

In addition to the problems noted above, several attendees pointed out differences between the Commission's annual report form and the current Uniform System of Accounts. They also pointed out that in most cases the Uniform System of Accounts adopted by the Commission is out of date with current industry publications. Allowing the parties to submit the data without a lot of manual work would eliminate most concerns. The Staff will also include this topic in the agenda for the industry specific working groups. Updating the Uniform System of Accounts references will require modifications to 4 CSR 240-20.030 (electric), 4 CSR 240-30.040 (telecommunications), 4 CSR 240-40.040 (gas), 4 CSR 240-50.030 (water), 4 CSR 240-61.020 (sewer) and 4 CSR 240-80.020 (heating).

What should happen if party fails to submit a complete annual report by due date?

Several attendees suggested adopting an administrative procedure similar to that used by the Secretary of State by implementing a "not in good standing" status that would have to be rectified prior to any new business such as submitting new or proposed changes to existing tariffs. Placement on a "not in good standing" list could automatically activate a process where the utility receives notice of its status. Attendees were informed that such an administrative procedure was expected to be included in the new rules to be published.

Additional Discussion based on Questions from the Commission in recent cases:

Should the due date for filing annual reports remain April 15?

Why can't this date be met?

What better date is proposed?

Several attendees suggested allowing automatic 30 to 60 day extensions. Reasons for extensions varied from simply getting the necessary signatures, mailing time allowances, or the inability of many of the smaller utilities to get the CPA firm to complete an audit in time to prepare the report noting that the CPA firms typically postpone the utility's audit until after the tax season. If automatic extensions are not allowed or if financial data is required as part of the annual report, then the date June 15th was suggested as a better date. Several Staff members have expressed concern with postponing reporting of financial data to June 15th noting that specific data on revenues, customers and plant investments are needed earlier for internal analysis and/or generation of reports. The

Staff recommends keeping the April 15th due date and in addition allow companies to request and receive an automatic extension for up to 30 days.

What process should be followed for utilities to request extensions?

- a) On-line request?
- b) Application filed?
- c) Letter request submitted?
- d) Verbal request?

Attendees suggested allowing an automatic 30-day extension upon receiving a type (a) or (c) request mentioned above. Verbal requests (type (d)) could be granted for a shorter period. Extensions longer than 30-days should require a formal request filed with the Commission. As discussed above, the Commission currently requires utilities to file an application explaining the circumstances and requesting specific Commission authorization of action desired. The Staff supports the proposals as outlined above and will also include this topic in the agenda for the industry specific working groups. Since neither of these options follow the procedures outlined in 4 CSR 240-10.080(8), appropriate rule changes are necessary.

What Commission departments use the information in the annual reports?

Responses to an internal survey indicate that various Staff members from Utility Services, Utility Operations and Administration Departments currently use the annual reports as part of their jobs. Generally the information used included company contact data, operational data such as customer counts and usage and financial statements including certain supporting pages.

Is all the information submitted useful?

Attendees questioned the validity of data provided on an operating unit or state specific basis rather than a total company basis, because un-audited allocation methods would be used to derive the information. The Staff generally agrees with this contention and will work through the follow-up meetings with working groups to identify and eliminate unnecessary data.

Is there useful information that is not presently required to be submitted?

For external users (public version)?

For internal (PSC) users (confidential version)?

Attendees did not identify any information meeting this criterion. The Staff does anticipate adding some specific financial and operational data during the industry specific working group meetings.

Does the name “annual report” cause confusion with annual reports to shareholders or annual reports filed with the Secretary of State? If so, what name should be used? E.g., Missouri Operational Report; Missouri Regulatory Report).

Attendees did not believe it was necessary to rename the submittal, noting that the full titles of the specific documents are “Annual Report of (company name) to the Public Service Commission of the State of Missouri”.

What changes to rules or statutes, if any, are required to implement Staff's recommendations?

No statutory changes were identified. Specific rule changes will be necessary to implement some of the above ideas.

Conclusions:

- 1) No Statute changes were identified.
- 2) All annual report forms should be revised.
- 3) Several industry specific work groups should be formed to identify the information that should be included in the annual reports.
- 4) Several Rule changes are needed.
 - a. 4 CSR 240-10.080 (formats, under seal, extensions)
 - b. 4 CSR 240-20.030 (electric),
 - c. 4 CSR 240-30.040 (telecommunications),
 - d. 4 CSR 240-40.040 (gas),
 - e. 4 CSR 240-50.030 (water),
 - f. 4 CSR 240-61.020 (sewer), and
 - g. 4 CSR 240-80.020 (heating)
- 5) <Option 1> Based on the fact that the Staff has not received any outcry to release annual report data, the Staff recommends allowing any party desiring to file its financial and/or statistical information under seal may do so by filing an application with the Commission wherein the applicant certifies that the information to be kept under seal is confidential and that none of the information is available to the public in any format. Concurrent with the request the applicant must submit both a completed version to be kept under seal and a public version that clearly informs the reader that certain information has been submitted under seal.

<Option 2> Based on the fact that the Staff has not received any outcry to release annual report data, the Staff recommends allowing any party desiring to file its financial and/or statistical information under seal may do so by submitting both a completed version to be kept under seal and a public version that clearly informs the reader that certain information has been submitted under seal. Attached to both versions should be an affidavit wherein the applicant states that the information to be kept under seal is confidential and that none of the information is available to the public in any format. Submittals that do not include both versions will be placed in Commission files open to the public. The Staff supports adoption of this option.
- 6) A Staff recommendation will be filed in all Commission cases pending dealing with confidential annual reports to allow such submittal if done in accordance

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with item 5 above. Included in each of the Staff recommendations will be an attachment containing this report.

Attachment 1

[Mailed on Commission Letterhead]

NOTICE

On August 29, 2001 starting at 9:30 a.m., the Staff of the Missouri Public Service Commission is hosting a discussion workshop that will focus on annual reports submitted to the Commission. Please forward this notice to the person(s) within your organization who deals most with the annual reports submitted to the Commission.

The Governor Office Building meets accessibility standards required by the Americans With Disabilities Act. If any person needs additional accommodations to participate in the workshop, please call the Public Service Commission's Hotline at 1-800-392-4211 (voice) or 1-800-829-7541 (TDD) prior to the workshop.

Annual Report Workshop
August 29, 2001
Starting at 9:30 a.m. concluding no later than 3:00 p.m.
Governor Office Building
200 Madison Street, Suite 450
Jefferson City, Mo 65102

The workshop agenda is attached to this notice. It would be most beneficial to all parties if you would review the questions posed prior to the workshop. The Staff is interested in hearing from you. Should you be unable to attend, written comments can be provided to:

Bill Meyer
Regulatory Auditor
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Mo 65102-0360
e-mail: bmeyer@mail.state.mo.us
Phone: (573) 751-5026

While the primary purpose of this current workshop will be on the various telecommunication industry reporting requirements, the issues discussed may be of interest to other parties. All parties are welcome to attend.

Attachment 2

Workshop Agenda:

1. What is the purpose of the annual report submitted to the Commission?
2. Who are the typical users of the annual report?
3. Should there be a separate public version and a confidential version?
4. What information should be included in the annual report (by type of company)?
 - a. For external users (public version)?
 - b. For internal (PSC) users (confidential version)?
5. Should the filing be made in a specific electronic format (i.e., Excel, etc.)?
6. Current problems understanding information requested in the annual report?
7. Current problems reporting information requested in the annual report?
8. What should happen if party fails to file complete annual report by due date?

Additional Discussion based on Questions from the Commission in recent cases:

1. Should the due date for filing annual reports remain April 15?
 - a. Why can't this date be met?
 - b. What better date is proposed?
2. What process should be followed for utilities to request extensions?
 - a. On-line request?
 - b. Application filed?
 - c. Letter request submitted?
 - d. Verbal request?
3. What Commission departments use the information in the annual reports?
4. Is all the information submitted useful?
 - a. Total Company vs. Operating unit vs. State specific
5. Is there useful information that is not presently required to be submitted?
 - a. For external users (public version)?
 - b. For internal (PSC) users (confidential version)?
6. Does the name "annual report" cause confusion with annual reports to shareholders or annual reports filed with the Secretary of State? If so, what name should be used? E.g., Missouri Operational Report; Missouri Regulatory Report)
7. What changes to rules or statutes, if any, are required to implement Staff's recommendations?

Attachment 3

<u>Name</u>	<u>Affiliation</u>
Connie Wepfer	SWBT
Leo Bub	SWBT
Carl Lumley	WorldCom, XO, NUVOX
David Stueven	IP
Matt Kohly	AT&T / TCG St. Louis, TCG-Kansas City
Linda Lynch	Sprint
Karine Hellwig	Sprint
David Starr	Allegiance Telecom
Laura Anson	Sprint
Lisa Chase	Andereck, Evans, Milne, Peace & Johnson
Denise Day	Mid-Missouri Telephone Co
Denise Dick	Sho-Me Power
Denise Stevens	Sho-Me Power Elec. Coop.
Ken Matzdorff	Spectra & Cass County Tel
Trip England	Brydon, Swearngen & England
Trina Le Riche	Sonnenschein, Nath and Rosenthal on behalf of AFS
Gary Clemens	UtiliCorp
Bev Agut	UtiliCorp United
Pam Ferguson	UtiliCorp United
Ann Stichler	UtiliCorp United
Randy Buettner	Ameren
Michelle Denny	Ameren
Gina Hart	Green Hills Telephone
Renee Reeter	Green Hills Telephone
Dave Beier	Fidelity Telephone Co.
Ric Telthorst	MTIA
Jeff Sappington	Citizens Tel. Co.
Wess Henderson	MoPSC
Jim Russo	MoPSC
Rosella Schad	MoPSC
Roy Boltz	MoPSC
Dana Eaves	MoPSC
David Meyer	MoPSC
John VanEschen	MoPSC
Michelle Schwartze	MoPSC
Larry Dority	Fischer & Dority, P.C.
Dave Evans	Verizon
Rod Cotton	Grand River & Lathrop
Donna Kolilis	MoPSC
Judy Wormington	Missouri Telecom, Inc.
Suzie Mankin	MoPSC
Bill Meyer	MoPSC

Attachment 4

Section 392.210(1) - Telephone and Telegraph

“Every telecommunications company shall file with the commission an annual report at a time and covering the yearly period fixed by the commission. Such annual report shall be verified by the oath of the president, treasurer, general manager or receiver, if any, of any of such companies, or by the person required to file the same. Verification shall be made by the official holding office at the time of the filing of such report, and if not made upon the knowledge of the person verifying, the same shall set forth in general terms the sources of his information and the grounds for his belief as to any matters not stated to be verified on his knowledge. The commission shall prescribe the form of such reports and the character of the information to be contained therein and may, from time to time, make such changes and additions in regard to form and contents thereof as it may deem proper, and shall furnish a blank form for such annual reports to every telecommunications company required to make the same. The form of such reports shall follow, as nearly as may be, the form prescribed by the Federal Communications Commission. When the report of any telecommunications company is defective or erroneous, the commission shall notify the company to amend the same within a time prescribed by the commission. Such reports shall be preserved in the office of the commission. The commission may require of any telecommunications company specific answers to questions upon which the commission may desire information. If any telecommunications company shall fail to make and file its annual report as and when required or within such extended time as the commission may allow, or shall fail to make specific answers to any question within the period specified by the commission for the making and filing of such answers, such company shall forfeit to the state the sum of one hundred dollars for each and every day it shall continue to be in default with respect to such report or answer. Such forfeiture shall be recovered in an action brought by the commission in the name of the state of Missouri. The amount recovered in any such action shall be paid to the public school fund of the state. The commission may, when it deems it advisable, exempt any telecommunications company from the necessity of filing annual reports until the further order of the commission.”

Attachment 5

Section 393.140(6) - Gas, Electric, Water, Sewer, Heating

“Require every person and corporation under its supervision and it shall be the duty of every person and corporation to file with the commission an annual report, verified by the oath of the president, treasurer, general manager or receiver, if any, thereof. The verification shall be made by said official holding office at the time of the filing of said report, and if not made upon the knowledge of the person verifying the same, shall set forth the sources of his information and the grounds of his belief as to any matters not stated to be verified upon his knowledge. The report shall show in detail the amount of its authorized capital stock and the amount thereof issued and outstanding; the amount of its authorized bonded indebtedness and the amount of its bonds and other forms of evidence of indebtedness issued and outstanding; its receipts and expenditures during the preceding year; the amount paid as dividends upon its stock and as interest upon its bonds; the names of its officers and the aggregate amount paid as salaries to them and the amount paid as wages to its employees; the location of its plant or plants and system, with a full description of its property and franchises, stating in detail how each franchise stated to be owned was acquired; and such other facts pertaining to the operation and maintenance of the plant and system, and the affairs of such person or corporation as may be required by the commission. Such reports shall be in the form, cover the period and be filed at the time prescribed by the commission. The commission may, from time to time, make changes and additions in such forms. When any such report is defective or believed to be erroneous, the commission shall notify the person or corporation making such report to amend the same within a time prescribed by the commission. Any such person or corporation which shall neglect to make any such report or which shall fail to correct any such report within the time prescribed by the commission shall be liable to a penalty of one hundred dollars and an additional penalty of one hundred dollars for each day after the prescribed time for which it shall neglect to file or correct the same, to be sued for in the name of the state of Missouri. The amount recovered in any such action shall be paid to the public school fund of the state. The commission may extend the time prescribed for cause shown.”

Attachment 6

4 CSR 240-10.080 Annual Report Filing Requirements

“PURPOSE: This rule establishes standards for filing annual reports by utilities subject to the jurisdiction of the Missouri Public Service Commission, including procedures for filing annual report information under seal.

(1) All public utilities subject to the jurisdiction of the Missouri Public Service Commission shall file an annual report with the commission on or before April 15 of each year, except for private pay telephone providers which are exempted under the provisions of 4 CSR 240-2.060(3)(B).

(2) Electric utilities shall file their annual reports on either a form provided by the commission or on a computer-generated replica which is acceptable to the commission. All requested information shall be included in the annual report where applicable.

(3) Gas utilities shall file their annual reports on either a form provided by the commission or on a computer-generated replica which is acceptable to the commission. All requested information shall be included in the annual report where applicable.

(4) Telecommunications utilities shall file their annual reports on either a form provided by the commission or on a computer-generated replica which is acceptable to the commission. All requested information shall be included in the annual report where applicable.

(5) Water utilities shall file their annual reports on either a form provided by the commission or on a computer-generated replica which is acceptable to the commission. All requested information shall be included in the annual report where applicable.

(6) Sewer utilities shall file their annual reports on either a form provided by the commission or on a computer-generated replica which is acceptable to the commission. All requested information shall be included in the annual report where applicable.

(7) Where a utility subject to this rule considers the information requested on the annual report form to be confidential, it must make a written request to the executive secretary to file that information under seal and state good cause for maintaining the information under seal. The executive secretary shall then, through the general counsel, present that request to the commission for approval. The executive secretary shall inform the utility within three (3) days of the commission decision whether the request has been granted.

(8) A utility which is unable to meet the filing date established in section (1) of this rule shall make a written request to extend the filing date for its annual report to the executive secretary and state the reason for the extension request. The executive secretary, through the chief administrative law judge, shall present the report to the commission for approval. The executive secretary shall inform the utility in writing within three (3) days of the decision of the commission.”